

BYLAWS OF THE SERENDIPITY HOMEOWNERS' ASSOCIATION, INC.

The Serendipity Homeowners Association, Inc. (hereinafter referred to as the "Homeowners Association"), is a for profit corporation organized pursuant to Chapter 723 of the Florida Statutes (1984), but now operating under the provisions of Chapter 723 of the same Statutes, for the purpose of representing all homeowner's residing in Serendipity and paying rent to Serendipity Park.

ARTICLE I

GENERAL PROVISIONS

1.1 Name and Location. The name of the association is SERENDIPITY HOMEOWNERS' ASSOCIATION, INC. (the "Association.") The principal office of the Association shall be located at 29081 US HIGHWAY 19, CLEARWATER, FL 33761 but meetings of Members and Board of Directors may be held within the state of Florida, County of Pinellas, as may be designed by the Board of Directors.

1.2 Definitions. The terms which are capitalized or used in these Bylaws shall have the meanings set forth in the Association's Declaration of Covenants, Conditions, and Restrictions.

1.3 Fiscal Year. The fiscal year of the Association begins on the date of incorporation and each and every subsequent year shall begin on the 1st of January and end on the 31st of December.

1.4 Interpretation. In the case of any conflict, the (1) provisions of state law, (2) these Bylaws, (3) Articles of Incorporation, and (4) the Association's Declaration shall prevail in that order.

1.5 Purpose. (1) To represent all homeowners who pay rent to Serendipity Park and to ensure that their rights and privileges are protected in accordance with the Provisions of Chapter 723 of the Florida Statutes (2) To ensure that rules and regulations, present and future, are fairly and consistently applied and do not interfere with those rights, and (3) To promote the wellbeing of all homeowners so that their quality of life is maintained with the privileges and facilities described in the park prospectus.

ARTICLE II

MEETING OF MEMBERS

2.1 Annual Meetings. The Association's annual meeting of the Members shall be held each year at such place and time as the Board of Directors may designate. The purpose of the annual meeting shall be for electing a board of directors, updating the members of previous and future community plans, making decisions regarding the association, and for any other association affairs that may come up. Notices of meetings shall be mailed to all Members of the Association at least fifteen days before the meeting.

2.2 Special Meetings. Special meetings of the Members may be called by the President, the Board of Directors, or written request of the majority of Members of the Association, at any time. The purpose of the meeting shall be stated in the call to the meeting and at least three days written notice shall be given.

2.3 Eligibility to Vote. All Members must be current and in good standing with the Association to be entitled to (1) vote, (2) hold elective or appointive office, and (3) serve on committees as may be established.

2.4 Quorum. Thirty percent of Members of the Association shall constitute a quorum to be able to vote.

2.5 Proxies. Members of the Association may vote in person or by proxy in all meetings of Members except board elections. Every proxy shall be in writing, signed by the Member or his attorney-in-fact, and filed with the association secretary before the scheduled meeting. No proxy shall be valid effective for a period longer than Ten Days at any one (1) time unless earlier revoked by the Member, except as otherwise provided by law.

ARTICLE III

BOARD OF DIRECTORS

3.1 Composition. The Association's Board of Directors shall be composed of the elected officers. The total number of directors to constitute the entire board shall be equal to, and not less than nine Directors. As used in these Bylaws, "entire board" means the total number of directors which the Association would have if there were no vacancies.

3.2 Powers. The Board of Directors shall have all the powers and rights necessary to administer the Association's affairs and to perform the Association's responsibilities and to exercise its rights as set forth in these Bylaws, the Declaration and the Articles provided that such rights and powers are not inconsistent with the provisions of state laws and limited by the provisions of the Association's Declaration. In particular, but not limited to, the Board of Directors have the power to:

- a) create a vacancy of the office of a Member of the Board of Directors in the event of a Board Member's five consecutive unexcused absences to the regular meetings of the Board of Directors; and
- b) employ and supervise managers, attorneys, independent contractors, or such other employees as the Board of Directors may deem necessary to perform its functions.

3.3 Duties. It shall be the Board of Directors' responsibility to:

- A. maintain a complete and detailed record of all the Association's transactions and acts and furnish said records to the Members when such records are requested in writing by Members who are entitled to vote;
- B. supervise the Association's officers, employees, and volunteers to ensure proper and ethical performance of the assigned duties;
- C. As for fully provided in the Declaration, to:
 - 1. impose the contractual maintenance and other assessments against each Lot/Unit;
 - 2. send written notice of each assessment to all Members of the Association;
 - 3. issue, or to cause an appropriate officer to issue, upon demand by a Member disclosure packet pursuant to state law;
 - 4. maintain adequate liability and hazard insurance on all property owned by the Association;
 - 5. indemnify a past or present director, officer or committee Member of the Association to the extent such indemnity is required or permitted by state law, the Articles, the Declaration or these Bylaws;
 - 6. cause the Common Areas to be maintained.

3.4 Compensation. No director or officer shall receive compensation for their services. However, by resolution of the Board of Directors may be reimbursed for actual expenses incurred in the performance of their duties.

3.5 Removal of Directors. Any or all of the directors may be removed for cause by vote of the Members or by action of the board. Directors may be removed without cause only by vote of the Members. A special meeting of the members to recall a member or members of the Board of Directors may be called by ten (10) percent of the members giving notice of the meeting, as required for a meeting of members, and the notice shall state the purpose of the meeting.

3.6 Resignation. A director may resign at any time by giving written notice to the Board of Directors and the resignation shall take effect upon receipt of said notice, unless stated otherwise.

ARTICLE IV

MEETING OF BOARD OF DIRECTORS

4.1 Regular Meeting. A regular meeting of the board shall be held each month.

4.2 Special Meetings. Special meetings may be called by the president and shall be called upon the written request of three members of the Board of Directors. The purpose of the meeting shall be stated in the call and at least three days written notice shall be given.

4.3 Quorum of Directors. A majority of the members of the entire board shall constitute a quorum.

4.4 Action of the Board. The act of the Board of Directors shall be valid, if the required quorum is present at the time of the vote, unless otherwise required by law. Each director present shall have one vote regardless of the number of lots/units, which he may own.

4.5 Notice of Meetings. Regular meetings of the board may be held without notice at such time and place, within the Florida, as it may from time to time determine.

4.6 Action Without A Meeting. An action that is required or permitted to be taken by the Board of Directors or the committee under these Bylaws, the Articles or the Declaration may be taken without a meeting, only if the action is approved in writing and a resolution is adopted authorizing the action. The written consents and resolution shall be filed with the minutes of the proceedings and Association's records.

ARTICLE V

OFFICERS AND THEIR DUTIES

5.1 Officers. The officers of the Association shall be the president, a vice-president, a secretary and a treasurer.

5.2 Term of Office. Officers shall assume their duties at the close of the meeting at which they are elected. The term of office for Directors shall be for a period of one (1) to three (3) years. The term of office for Officers shall be for a period of one (1) year commencing in January and terminating in December. Beginning 2023 the term of office for Directors will be (3) Directors for (3) years, (3) Directors for (2) years and (3) Directors for (1) year. Officers and Directors can be re-elected and serve for consecutive terms.

5.3 Vacancy in Office. A vacancy in any office except President shall be filled by the Board of Directors.

5.4 Removal and Resignation. Any member of the Board of Directors may be recalled and removed from office with or without cause by the vote of or agreement in writing by a majority of all members. A special meeting of the members to recall a member or members of the Board of Directors may be called by ten (10) percent of the members giving notice of the meeting, as required for a meeting of members, and the notice shall state the purpose of the meeting.

5.5 Duties. Officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these Bylaws. The affairs of the Homeowners Association shall be managed by a Board of nine (9) Directors. Amongst themselves they shall elect four (4) Officers consisting of President, Vice President, Secretary and Treasurer. These four (4) Officers must be full-time residents of Serendipity Park and only one person may be on the Board of Directors from the same address.

A. **President.** The president shall be the chief executive officer of the corporation and shall preside at all meetings of the Members and of the board to ensure that all orders and resolutions of the board are carried into effect.

B. **Vice-President.** During the absence or disability of the President, the Vice-President shall have all the powers and functions of the President and perform such duties as the board shall prescribe.

C. **Secretary.** The Secretary shall:

1. attend all meetings of the Association;

2. record all votes and minutes of all proceedings in a book to be kept for that purpose;
3. give or cause to be given notice of all meetings of Members and of special meetings of the board;
4. keep in safe custody the seal of the corporation and affix it to any instrument when authorized by the board;
5. be responsible for preparing and making available a list of Association Members entitled to vote, indicating the names and addresses at each membership meeting;
6. maintain all the Association documents and records in a proper and safe manner as required by state law; and
7. perform such other duties as may be prescribed by the board.

D. **Treasurer.** The Treasurer shall:

1. have the custody of the Association funds and securities;
2. maintain complete and accurate accounts of receipts and disbursements in the Association books;
3. deposit all money and other valuables in the name and to the credit of the Association in such depositories as may be designated by the board;
4. disburse the funds of the Association as may be ordered or authorized by the board and preserve proper vouchers for such disbursements;
5. Prepare, or cause to be prepared, the annual benefit report;
6. render to the President and board at the regular meetings of the board, or whenever they require it, an account of all his transactions as Treasurer and of the financial condition of the Association;
7. render a full financial report at the annual meeting of the Members if so requested;
8. be furnished by all Association officers and agents at his request, with such reports and statements as he may require as to all financial transactions of the Association; and
9. perform such other duties as are given to him by these Bylaws or as from time to time are assigned to him by the board or the President.

E. **Activities Director.** The activities director must be a full-time resident of Serendipity Park. The Board of Directors will meet to schedule events and activities for the upcoming year. They will ask for volunteers to plan events and volunteers for committees. The Activities Director will report monthly to the Board and General

Membership of the activities that are planned and the progress of events scheduled. The Activities Director cannot be an Officer of the Board of Directors.

5.6 Elections. The officers shall be elected at the annual meeting. Homeowners attending the November General Membership Meeting shall sign a register maintained by the Secretary. Dues will be collected when each household receives their new membership card. At the January General Membership meeting (providing your dues are up-to-date), you will receive a ballot to cast your vote for the election of Directors or to vote on any other issues related to the affairs of the Homeowners Association. Directors shall be elected by a plurality of votes by the membership. Each Member in good standing shall be entitled to one vote and results of the vote tabulated by the Nominating Committee shall be announced at the meeting by the President.

ARTICLE VI

MEMBERSHIP

All homeowners paying rent are members of the Homeowners Association and are entitled to vote on any matters related to the affairs of the Homeowners Association provided that their membership dues are paid. In order to provide sufficient funds for Administrative costs, membership dues shall be twenty dollars (\$20) per year, per homeowner and may be paid at move-in or any time thereafter.

ARTICLE VII

COMMITTEES

The Board of Directors may designate from among its members an executive committee and other committees, each consisting of three or more directors, by resolution adopted by a majority of the entire board. Each such committee shall serve at the pleasure of the board.

ARTICLE VIII

BOOKS AND RECORDS

The Association's books, records and documents shall at all times, during reasonable business hours, be subject to inspection by any Member at the principal office of the Association, where copies may be purchased at a reasonable cost. Furthermore, all outgoing officers, directors, employees or committee members must relinquish all official documents, records, and any materials and property of the Association in his or her possession or under his or her control to the newly elected members within five days after the election.

ARTICLE IX

AMENDMENTS

8.1 Amendment. Any additions, deletions and or changes to these By-Laws may be proposed to the attention of the Board of Directors by any member of the Association, whose membership dues are paid.

Any additions, deletions and or changes to these By-Laws, approved by the Board of Directors, shall be approved by a majority of members present at a General Meeting provided that such proposals were tabled at the previous General Meeting.

8.2 Conflict. In the case of any conflict between these Bylaws and the Declaration, the Declaration shall control. If any conflict exists between the Articles and these Bylaws, the Articles shall control. The law shall always prevail.

8.3 Effective Date. Amendments to these Bylaws are effective upon their approval in the manner set forth above, unless a later effective date is specified therein.

8.4 Termination. The Association may be dissolved only as provided in the Articles of Incorporation. The Association shall be dissolved upon termination of the Declaration as provided therein. Upon a dissolution of the Association, obligations of the Association are deemed automatically assumed by the Owners, in addition to any direct obligations of the Owners may have to the Association pursuant to the Declaration.

IN WITNESS WHEREOF, we, being all of the Directors of the Association have hereunto set our hands this [Day] day of [Month], [Year].

CERTIFICATION

The following pages were adopted as the By-Laws of the Serendipity Homeowners Association, Inc. at a meeting of the Board of Directors. These pages were also approved by a majority vote of the members at a special meeting held on _____.

President

Mickela Dutafors

Vice President

Cindy R. Shy

Secretary

Rebecca Lenore

Treasurer

Paul Howard

Activities Director

Sandra Jones

Director

Carol De Rosa

Director

Mr & Patti

Marion Robertson

Director

Becky Mark

Director

Date:
